

**FIRST SUPPLEMENT DATED 18 NOVEMBER 2024
TO THE BASE PROSPECTUS DATED 10 MAY 2024**

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

(incorporated in France)

and

CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(incorporated in France)

and

CRÉDIT AGRICOLE CIB FINANCE LUXEMBOURG S.A.

(incorporated in Luxembourg)

**Structured Debt Instruments Issuance Programme
unconditionally and irrevocably guaranteed by**

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

Arranger

Crédit Agricole CIB

Dealers

Crédit Agricole CIB

Crédit Agricole Securities Asia B.V., Tokyo Branch

This supplement dated 18 November 2024 (the **First Supplement**) is supplemental to, and should be read in conjunction with, the base prospectus dated 10 May 2024 (the **Base Prospectus**), in relation to the Structured Debt Instruments Issuance Programme (the **Programme**) of Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**), Crédit Agricole CIB Financial Solutions (**Crédit Agricole CIB FS**) and Crédit Agricole CIB Finance Luxembourg S.A. (**Crédit Agricole CIB FL**) (each an **Issuer** and together the **Issuers**). Unless the context otherwise requires, terms used but not otherwise defined in this First Supplement shall have the meanings given to them in the Base Prospectus.

The Base Prospectus constitutes a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended) (the **Prospectus Regulation**). The *Commission de Surveillance du Secteur Financier* (the **CSSF**) approved the Base Prospectus on 10 May 2024. Application has been made to the CSSF for approval of this First Supplement in its capacity as competent authority pursuant to the Prospectus Regulation.

This First Supplement constitutes a supplement to the Base Prospectus for the purposes of article 23.1 of the Prospectus Regulation.

Each Issuer accepts responsibility for the information contained in this First Supplement. To the best of the knowledge of each Issuer (who has taken all reasonable care to ensure that such is the case), the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.

To the extent that there is any inconsistency between (a) any statement in this First Supplement and (b) any other statement in, or incorporated by reference in, the Base Prospectus, the statement referred to in this First Supplement will prevail.

References in this First Supplement to provisions of the Base Prospectus are to the Base Prospectus. References in this First Supplement to page numbers in the Base Prospectus are to the page numbers in the Base Prospectus, unless otherwise specified in this First Supplement.

Save as disclosed in this First Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication thereof.

To the extent applicable and in accordance with Article 23.2 of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for any Notes before this First Supplement is published, have the right, exercisable within a time limit of two (2) working days after the publication of this Supplement (no later than 20 November 2024), to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy arose or was noted before the closing of the offer period or the delivery of the securities. Investors may contact the Authorised Offerors should they wish to exercise the right of withdrawal. The amendments included in this First Supplement shall only apply to final terms the date of which fall on or after the approval of this First Supplement.

Copies of the Base Prospectus and this First Supplement may be obtained from the registered office of Crédit Agricole CIB and the specified office of the Principal Paying Agent and will be available on the Luxembourg Stock Exchange's website (www.luxse.com) and Crédit Agricole CIB's website (<https://www.documentation.cib.com/IssuanceProgram>).

This First Supplement has been prepared for the purposes of:

- I. amending the section entitled "Risk Factors";
- II. amending the section entitled "Form of Final Terms";
- III. updating the section entitled "Documents Incorporated By Reference" by incorporating by reference (i) the English-language version of Crédit Agricole CIB's *Amendement au Document d'enregistrement universel 2023*, (ii) the half yearly financial report for the period ended 30 June 2024 of Crédit Agricole CIB FL and (iii) the half yearly unaudited financial report for the period ended 30 June 2024 of Crédit Agricole CIB FS;
- IV. amending the section entitled "General Conditions";
- V. amending the section entitled "Definitions Conditions";
- VI. amending the section entitled "Annex 5 – Standard Payoff Conditions";
- VII. amending the section entitled "Annex 7 – Payoff Feature Conditions";
- VIII. amending the section entitled "Annex 8 – Early Redemption Trigger Conditions";
- IX. amending the section entitled "Use of Proceeds";
- X. updating the section entitled "Description of the Issuers";
- XI. updating the section entitled "Subscription and Sale";
- XII. updating the section entitled "General Information"; and
- XIII. updating the back cover of the Base Prospectus.

TABLE OF CONTENTS

RISK FACTORS	4
FORM OF FINAL TERMS	7
DOCUMENTS INCORPORATED BY REFERENCE	8
GENERAL CONDITIONS	16
DEFINITIONS CONDITIONS	17
ANNEX 5 – STANDARD PAYOFF CONDITIONS	19
ANNEX 7 – PAYOFF FEATURE CONDITIONS	20
ANNEX 8 – EARLY REDEMPTION TRIGGER CONDITIONS	21
USE OF PROCEEDS	22
DESCRIPTION OF THE ISSUERS	23
SUBSCRIPTION AND SALE	25
GENERAL INFORMATION	26
BACK COVER	29

RISK FACTORS

The section entitled “Risk Factors” (pages 16 to 63 of the Base Prospectus) is amended as follows:

- the paragraph under the heading entitled “1. RISKS RELATED TO CRÉDIT AGRICOLE CIB” (on page 17 of the Base Prospectus) is deleted and replaced with the following:

“Such factors are set out at pages 176 to 186 of the 2022 Universal Registration Document and pages 13 to 18 of the Amendment to the 2023 URD incorporated herein by reference (see “*Documents Incorporated by Reference*”).”;

- the list on page 16 to 17 is amended with the addition of the following:

“5.25. Risks related to SLL Financing Securities”;

- section (k) entitled “**Risk of a delay in the realisation of the Collateral Assets in the event of the insolvency of any relevant party**” under the risk factor entitled “5.21 Risks related to Secured Securities” under the heading entitled “5. RISKS RELATED TO THE STRUCTURE OF A PARTICULAR ISSUE OF SECURITIES”, on page 59 of the Base Prospectus, is deleted and replaced with the following:

“(k) **Risk of a delay in the realisation of the Collateral Assets in the event of the insolvency of any relevant party**

The insolvency of the Issuer will constitute a Secured Security Event of Default, which may trigger early redemption of any Secured Securities issued by the Issuer. In these circumstances, or in the event of the insolvency of any Third Party Chargor, the Guarantor or any Collateral Arrangement Party (for these purposes, each a relevant party), the realisation of the Collateral Assets may be delayed either by the appointment of an insolvency administrator or other insolvency official in relation to the relevant party or by measures ordered by a competent court. Such delay could adversely affect the position of the Securityholders in the event of a depreciation in the value of the Collateral Assets during such period.

In addition, in the case of an insolvency of a member of the Group, it is possible that the Issuer, the Guarantor, the Disposal Agent and the Collateral Arrangement Parties that are members of the Group may each be insolvent. Such circumstances may lead to a delay in the administrative processes involved in the realisation of the Collateral Assets and consequently affect the market value of the Securities.

The Custodian Terms for each Custodian, the Collateral Monitoring Service Terms, the Disposal Agency Agreement, each Security Trust Deed and each Secured Security Agreement will contain provisions permitting the replacement of the Custodian, Collateral Monitoring Agent, Disposal Agent and Security Trustee or the Security Agent (as applicable), as applicable, in certain circumstances, including following insolvency, as further provided in such agreements and the Secured Security Conditions.

Where the Custodian is Euroclear or Clearstream, the Collateral Assets in respect of a Series of Secured Securities will be held in a Collateral Account which will be an account in the Euroclear system for the account of the Pledgee. The Collateral Account will be subject to a pledge from the Issuer or the Third Party Chargor, as the case may be, in favour of the Security Trustee or the Security Agent (as applicable), which will hold the Collateral Assets in the Collateral Account as trustee or agent (as applicable) for amongst others, the Securityholders. In the event that the Security Trustee or the Security Agent (as applicable) defaults on its obligations as security trustee, the Collateral Assets will be returned to the Issuer or the Third Party Chargor. In such circumstances, the Securityholders would cease to benefit from security over any Collateral Assets in the Collateral Account until such time as a replacement Security Trustee or the Security Agent (as applicable) is appointed. Pending the appointment of a replacement Security Trustee, there is no obligation on the Issuer or the Third Party Chargor to hold such Collateral Assets in a segregated account for the

Securityholders or otherwise provide collateral for the Issuer's obligations in respect of the relevant Secured Securities.”;

- the risk factor entitled “**5.22 Risks related to Green and Social Securities**” under the heading entitled “5. RISKS RELATED TO THE STRUCTURE OF A PARTICULAR ISSUE OF SECURITIES”, on pages 60 to 62 of the Base Prospectus, is deleted and replaced with the following:

“The Final Terms relating to any specific Series of Securities may provide that such Securities will constitute Green Securities which will be issued in accordance with the Green Bond Framework of the Crédit Agricole S.A. group (the **Crédit Agricole Group**) or Social Securities which will be issued in accordance with the Social Bond Framework of the Crédit Agricole Group. In such case, it will be the relevant Issuer's intention to apply an amount equal or equivalent to the net proceeds of such Securities to finance and/or re-finance, in whole or in part, new or existing Eligible Green Assets or Eligible Social Assets, as described in the relevant Final Terms, and in the Green Bond Framework and Social Bond Framework respectively, as applicable, which are generally new or existing investments (including loans) relating to certain categories of environmentally or socially beneficial or sustainable projects.

Regulation (EU) 2020/852 on the establishment of a framework to facilitate sustainable investment (the **EU Taxonomy Regulation**) has established a single EU-wide classification system, or “taxonomy”, which provides companies and investors with a common language for determining which economic activities can be considered environmentally sustainable. The EU Taxonomy Regulation has been supplemented by Commission Delegated Regulations (EU) 2021/2139 (as amended), 2022/1214 and 2023/2486, which establish the technical screening criteria for assessing the contribution of economic activities to the six environmental objectives of the EU Taxonomy Regulation, namely (i) climate change mitigation, (ii) climate change adaptation, (iii) sustainable use and protection of water and marine resources, (iv) transition to a circular economy, (v) pollution prevention and control, and (vi) protection and restoration of biodiversity and ecosystems, without such economic activity causing any significant harm to any of the other environmental objectives.

As a result, the definition of a "green" project or equivalently labelled project is now set. However, there is currently no established definition (legal, regulatory or otherwise) or market consensus as to what attributes are required for a particular asset or project to be classified as "social" or "sustainable" project or a project labelled as equivalent.

A green, social or sustainable project, as the case may be, towards which proceeds of the Securities are to be applied may, for reasons beyond the relevant Issuer's control, not meet investors' expectations regarding such "green", "social" or "sustainable" or other equivalently-labelled or categorized performance objectives (including those set out under the EU Taxonomy Regulation). Also adverse social, green, sustainable and/or other impacts may occur during the implementation of any green, social or sustainable project. In addition, whilst a project may be satisfactorily green, social or sustainable at the time an investment is made or funding is provided, it may not continue to meet the requirements or expectations over time, including because of matters related to the project itself and/or because of matters related to advancements in scientific understandings or legislative developments.

While it is the intention of the relevant Issuer to apply the proceeds of any Green Securities or Social Securities in, or substantially in, the manner described in the "Use of Proceeds" section, for reasons beyond the relevant Issuer's control, the relevant green, social or sustainable project or activity associated with the applicable Eligible Green Assets or Eligible Social Assets, as the case may be, may not be capable of being implemented in, or substantially in the manner anticipated and/or in accordance with any timing schedule and, accordingly, the proceeds of the relevant Green Securities or Social Securities may not be in whole or in part disbursed for such projects. Any such green, social or sustainability related project (or combination of them) may not be completed within any specified period or at all or with the results or outcome as originally expected or anticipated by the relevant Issuer, and the project (or any project(s) resulting from any subsequent reallocation of some or all of the proceeds of the relevant Green Securities or Social Securities) may be disqualified as such. Any such event or failure by the relevant Issuer and any actual or potential maturity mismatch between the green, social or sustainable asset(s) towards which proceeds of the Securities may have been applied and the relevant Securities, will not: (i) give rise to any claim of a

Securityholder against the relevant Issuer; (ii) constitute an Event of Default under the relevant Securities; or (iii) lead to an obligation of the relevant Issuer to redeem such Securities or be a relevant factor for the relevant Issuer in determining whether or not to exercise any optional redemption rights in respect of any Securities.

Any failure to apply the proceeds of any issue of Green Securities or Social Securities as intended, any withdrawal of any applicable opinion or certification, any opinion or certification to the effect that the relevant Issuer is not complying in whole or in part with criteria or requirements covered by such opinion or certification or any change to the Green Bond Framework or the Social Bond Framework, as applicable, of the Crédit Agricole Group may have an adverse effect on the value of Green Securities or Social Securities, and may result in adverse consequences for Securityholders, including those who have portfolio mandates to invest in securities to be used for a particular purpose.”; and

- the following paragraph is added under the sub-heading entitled “RISKS RELATED TO THE STRUCTURE OF A PARTICULAR ISSUE OF SECURITIES” on page 63 of the Base Prospectus:

“5.25. Risks related to SLL Financing Securities

The Final Terms relating to any specific Series of Securities may provide that such Securities will constitute SLL Financing Securities which will be issued in accordance with the CACIB SFB Framework of Crédit Agricole CIB (each term as defined in the "Use of Proceeds" section). In such case, it will be the relevant Issuer's intention to apply an amount equal or equivalent to the net proceeds of such Securities to finance and/or re-finance, in whole or in part, Eligible SLLs, as described in the relevant Final Terms, and in the CACIB SFB Framework respectively, as applicable.

While it is the intention of the relevant Issuer to apply the proceeds of any SLL Financing Securities in, or substantially in, the manner described in the "Use of Proceeds" section, amongst other things, if the proceeds of the SLL Financing Securities exceed the aggregate size of the SLL Financing Portfolio as described in the CACIB SFB Framework, the proceeds of the relevant SLL Financing Securities may not be in whole or in part disbursed as intended.

Any failure to apply the proceeds of any issue of SLL Financing Securities as intended, any withdrawal of any applicable opinion or certification, any opinion or certification to the effect that the relevant Issuer is not complying in whole or in part with criteria or requirements covered by such opinion or certification or any change to the CACIB SFB Framework: (i) will not give rise to any claim of a Securityholder against the relevant Issuer; (ii) will not constitute an Event of Default under the relevant Securities; or (iii) will not lead to an obligation of the relevant Issuer to redeem such Securities or be a relevant factor for the relevant Issuer in determining whether or not to exercise any optional redemption rights in respect of any Securities and (vi) may have an adverse effect on the value of SLL Financing Securities and may result in adverse consequences for Securityholders, including those who have portfolio mandates to invest in securities to be used for a particular purpose.

The Eligible SLLs constituting the SLL Financing Portfolio will be identified by Crédit Agricole CIB through a specific process as detailed in the CACIB SFB Framework.

To be included in the SLL Financing Portfolio, an SLL shall comply with the following criteria prevailing at the time of the SLL's origination:

- Compliance with the Crédit Agricole Group and Crédit Agricole CIB's standard credit process, climate finance strategy, sector policies and CSR policies, and
- Compliance with Crédit Agricole CIB's eligibility criteria as detailed in the CACIB SFB Framework.

However, Crédit Agricole CIB does not have a specific process in place to track the use of proceeds of Eligible SLL at the ultimate borrower's level and makes no commitment as to how such proceeds will be used at the borrower's level. Also adverse social, green, sustainable and/or other impacts may occur in relation with the use of these proceeds.”.

FORM OF FINAL TERMS

The section entitled “Form of Final Terms” (pages 124 to 294 of the Base Prospectus) is amended as follows:

- the signature block under “**PART A – CONTRACTUAL TERMS**”, on page 265 of the Base Prospectus is deleted and replaced with the following:

[Signed on behalf of the Issuer:

By:

Duly authorised]

- the paragraphs under item (a) “Reasons for the offer” under the sub-heading entitled “**4. REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**”, under “**PART B – OTHER INFORMATION**”, on page 268 of the Base Prospectus are deleted and replaced with the following:

“4. REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (a) Reasons for the offer: [•][Not Applicable]

[The Securities constitute [Green / Social / SLL Financing] Securities and the net proceeds will be used to finance and/or refinance one or more of the Eligible [[Green / Social] Assets / SLLs] described below:

(Describe categories of Eligible Green Assets, Eligible Social Assets or Eligible SLLs, as the case may be, availability of Second-Party Opinion and any relevant third party opinions and where the information can be obtained))

(See "Use of Proceeds" wording in Base Prospectus - if reasons for offer different from (i) what is disclosed in the Base Prospectus and/or (ii) financing or refinancing any new or existing Eligible Green Assets, Eligible Social Assets or Eligible SLLs, as the case may be, give details.)"

- item (o) under the sub-heading entitled “**10. DISTRIBUTION**”, under “**PART B – OTHER INFORMATION**”, on pages 273 to 274 of the Base Prospectus is deleted and replaced with the following:

- (o) [Singapore Sales to Institutional Investors, Accredited Investors and Certain Other Persons only: [Applicable/Not Applicable]]

(Consider deleting this subparagraph if no sales are made into Singapore)

(If the Securities are offered to Institutional Investors, Accredited Investors and Certain Other Persons only, “Applicable” should be specified.

If the Securities are also offered to investors other than Institutional Investors, Accredited Investors and Certain Other Persons in Singapore, “Not Applicable” should be specified.)

DOCUMENTS INCORPORATED BY REFERENCE

The section entitled “Documents Incorporated By Reference” (pages 96 to 117 of the Base Prospectus) is amended as follows:

- the following paragraphs (a), (b) and (c) are added to the list on page 96 of the Base Prospectus:
“
- (a) the English-language version of Crédit Agricole CIB's *Amendement au Document d'enregistrement universel 2023* (https://www.ca-cib.com/sites/default/files/2024-08/EN_Amendment_URD_CACIB_2023_30%20June%202024.pdf) (the **Amendment to the 2023 Universal Registration Document**), including (on pages 29 to 77 of the Amendment to the 2023 Universal Registration Document) the condensed interim consolidated financial statement of Crédit Agricole CIB for the half year period ended 30 June 2024 and the auditors' report thereon;
- (b) Crédit Agricole CIB FS's half yearly financial report, including (on pages 3 to 114 thereof) the half-yearly financial statements of Crédit Agricole CIB FS for the period ended 30 June 2024 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=2bbf9ac7-3429-45cb-9d6b-c4c214a0ebe5>) and the auditors' report thereon;
- (c) Crédit Agricole CIB FL's half yearly unaudited financial report, including (on pages 3 to 47 thereof) the half-yearly unaudited financial statements of Crédit Agricole CIB FL for the period ended 30 June 2024 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=31d80aa1-020d-48c4-bb1f-168cb56d51de>);”;
- accordingly, the numbering of the paragraphs previously numbered from (a) to (o) is amended to (d) to (r);
- the fourth paragraph on page 98 of the Base Prospectus is deleted and replaced with the following:

“Crédit Agricole CIB takes responsibility for any free translations, which may be included in the 2022 Universal Registration Document, the 2023 Universal Registration Document or the Amendment to the 2023 Universal Registration Document. Note that only the French versions of the 2022 Universal Registration Document, the 2023 Universal Registration Document and the Amendment to the 2023 Universal Registration Document have been submitted to the *Autorité des marchés financiers*. Crédit Agricole CIB FS takes responsibility for any free translations, which may be included in the Crédit Agricole CIB FS 2022 Report and Financial Statements, the Crédit Agricole CIB FS 2023 Report and Financial Statements or Crédit Agricole CIB FS's half yearly financial report for the period ended 30 June 2024.”;
- the cross-reference list entitled “Crédit Agricole CIB” on pages 99 to 102 of the Base Prospectus is deleted and replaced with the following:

“Crédit Agricole CIB

Annex 6 of the Commission Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
1.	PERSONS RESPONSIBLE	459	87
2.	STATUTORY AUDITORS		
2.1	Statutory Auditors	460	88

Annex 6 of the Commission Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
	Issuer's Audit Committee (including names of committee members)	460	83
2.2	Change of Statutory Auditors		88
3.	RISK FACTORS	176 to 186	13 to 18
4.	INFORMATION ABOUT THE ISSUER		
4.1	History and development of the issuer.	17 to 18	
4.1.1	The legal and commercial name of the issuer.	274, 444, 450	30
4.1.2	The place of registration of the issuer, its registration number and legal identity identifier ('LEI').	274, 444, 450	30
4.1.3	The date of incorporation and the length of life of the issuer, except where the period is indefinite.	444, 450	
4.1.4	The domicile and legal form of the issuer, the legislation under which the issuer operates, its country of incorporation, the address, telephone number of its registered office (or principal place of business if different from its registered office) and website of the issuer, if any.	274, 444, 450	30
4.1.5	Details of any recent events particular to the issuer and which are to a material extent relevant to an evaluation of the issuer's solvency.		11 to 12; 76
4.1.6	Credit ratings assigned to an issuer at the request or with the cooperation of the issuer in the rating process.		79
4.1.8	Description of the expected financing of the issuer's activities.	450	
5.	BUSINESS OVERVIEW		
5.1	Principal activities	19 to 23, 163 to 164, 342 to 343, 451	8 to 9; 56
5.2	Competitive position	6 to 7; 18; 161 to 164	6 to 7
6.	ORGANISATIONAL STRUCTURE		
6.1	If the issuer is part of a group, a brief description of the group and the issuer's position within the group. This may be in the form of, or accompanied by, a diagram of the organisational structure if this helps to clarify the structure.	4, 5, 8, 9	
7.	TREND INFORMATION		11 to 12

Annex 6 of the Commission Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
9.	ADMINISTRATIVE, MANAGEMENT, AND SUPERVISORY BODIES		
9.1	Names, business addresses and functions within the issuer of the following persons and an indication of the principal activities performed by them outside of that issuer where these are significant with respect to that issuer.	120 to 141	79 to 85
9.2	Potential conflicts of interests between any duties to the issuer, of the persons referred to in item 9.1, and their private interests and or other duties must be clearly stated. In the event that there are no such conflicts, a statement to that effect must be made.	142 to 144	
10.	MAJOR SHAREHOLDERS		62
11.	FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES		
11.1	Historical financial information		
11.1.1	Audited historical financial information covering the latest two financial years (or such shorter period as the issuer has been in operation) and the audit report in respect of each year.	271 to 440 247 to 414 of the 2022 Universal Registration Document	
11.1.3	Accounting Standards The financial information must be prepared according to International Financial Reporting Standards as endorsed in the Union based on Regulation (EC) No 1606/2002.		
	(a) the balance sheet:	281 to 282 257 to 258 of the 2022 Universal Registration Document	
	(b) the income statement:	279 255 of the 2022 Universal Registration Document	

Annex 6 of the Commission Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
	(c) the cash flow statement:	285 261 of the 2022 Universal Registration Document	
	(d) the accounting policies and explanatory notes:	287 to 303 263 to 279 of the 2022 Universal Registration Document	
	(e) Statutory Auditors' report:	388 to 394 363 to 369 of the 2022 Universal Registration Document	
11.1.6	Consolidated financial statements If the issuer prepares both stand-alone and consolidated financial statements, include at least the consolidated financial statements in the registration document.		
	(a) Income statement	279 255 of the 2022 Universal Registration Document	
	(b) Net income and other comprehensive income	280 256 of the 2022 Universal Registration Document	
	(c) Balance sheet - Assets	281 257 of the 2022 Universal Registration Document	

Annex 6 of the Commission Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
	(d) Balance sheet - Liabilities	282 258 of the 2022 Universal Registration Document	
	(e) Change in shareholder's equity	283 to 284 259 to 260 of the 2022 Universal Registration Document	
	(f) Cash flow statement	285 261 of the 2022 Universal Registration Document	
11.1.7	Age of financial information The balance sheet date of the last year of audited financial information statements may not be older than 18 months from the date of the registration document.	271 247 of the 2022 Universal Registration Document	
11.2	Interim and other financial information		31 to 77
11.3	Auditing of historical annual financial information	388 to 394	
11.4	Legal and arbitration proceedings		24 to 26
11.5	Significant change in the issuer's financial position		N/A
12.	ADDITIONAL INFORMATION		
12.1	Share Capital The amount of the issued capital, the number and classes of the shares of which it is composed with details of their principal characteristics, the part of the issued capital still to be paid up with an indication of the number, or total nominal value and the type of the shares not yet fully paid up, broken down where applicable according to the extent to which they have been paid up.		62

Annex 6 of the Commission Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
12.2	Memorandum and Articles of Association The register and the entry number therein, if applicable, and a description of the issuer's objects and purposes and where they can be found in the memorandum and articles of association.	274; 444 to 449; 450	30
14.	DOCUMENTS AVAILABLE	451	

”;

- the cross-reference list entitled “Crédit Agricole CIB FS” on page 103 of the Base Prospectus is deleted and replaced with the following:

“Crédit Agricole CIB FS

	Report and Financial Statements (page number)
Unaudited half-yearly financial statements, related notes and audit report for the financial half-year ended 30 June 2024	3-114
Independent auditor's report	5-6
Balance sheet – Assets	7
Balance sheet – Liabilities	8
Income statement	9
Cash flow statement	10
Notes to the half-yearly accounts	11-111
Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2023	3-100
Independent auditor's report	5-8
Balance sheet - Assets	9
Balance sheet – Liabilities	10
Income statement	11
Cash flow statement	12
Notes to the annual accounts	14-98
Statement of changes in shareholders' equity	10

	Report and Financial Statements (page number)
Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2022	3-83
Independent auditor's report	5-8
Balance sheet - Assets	9
Balance sheet – Liabilities	10
Income statement	11
Cash flow statement	12
Notes to the annual accounts	13-80
Statement of changes in shareholders' equity	10

- ”;
- the cross-reference list entitled “Crédit Agricole CIB FL” on page 104 of the Base Prospectus is deleted and replaced with the following:

“Crédit Agricole CIB FL

	Report and Financial Statements (page number)
Unaudited half-yearly financial statements and related notes for the financial half-year ended 30 June 2024	3-47
Balance sheet - Assets	13
Income statement	12
Cash flow statement	15
Notes to the half-yearly accounts	16-47
Statement of changes in shareholders' equity	14
Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2023	3-51
Independent auditor's report	11-15
Balance sheet - Assets	17
Income statement	16
Cash flow statement	19
Notes to the annual accounts	20-51
Statement of changes in shareholders' equity	18

Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2022	3-50
Independent auditor's report	11-15
Balance sheet - Assets	17
Income statement	16
Cash flow statement	19
Notes to the annual accounts	20-50
Statement of changes in shareholders' equity	18

”

GENERAL CONDITIONS

The section entitled “General Conditions” (pages 296 to 369 of the Base Prospectus) is amended as follows:

- in Condition 15.2, the second paragraph under paragraph (e) “**Contractual Masse**” (on page 353 of the Base Prospectus) is deleted and replaced with the following:

“The Holders will be grouped automatically for the defence of their common interests in a separate legal body called the masse (the **Masse**). The Masse will be governed by the provisions of the *French Code de commerce*, and with the exception of Articles L.228-48, L. 228-59, L.228-65 sub-paragraphs 1°, 3°, 4° and 6° of I, L. 236-14, L. 236-23, L.228-71, R.228-63, R.228-67 and R.228-69, and further subject to the following provisions.”;

- in Condition 15.2, paragraph (e)(iv)(E) “Exclusion of certain provisions of the French *Code de commerce*” (on page 355 of the Base Prospectus) is deleted and replaced with the following:

“The following provisions of the French *Code de commerce* shall not apply to the French Law Securities:

- Article L.228-65 I. 1° requiring prior approval by Collective Decision for proposed changes to the form or corporate objects of the Issuer;
- Articles L.228-65 I. 3°, L.236-14 and L.236-23 requiring prior approval by Collective Decision for any proposed merger or spin-off;
- Article L.228-65 I. 4° requiring prior approval by Collective Decision for issuance of notes guaranteed by security (*sûreté réelle*); and
- Article L.228-65 I. 6° requiring prior approval by Collective Decision of any proposal to transfer the registered office of a *societas europaea* to another member State of the European Union).”; and

- in Condition 14 “**NOTICES**”, paragraph (e) under Condition 14.3 “**French Law Securities**” (on page 347 of the Base Prospectus) is deleted and replaced with the following:

“Notices relating to the convening and decisions of General Meetings provided for in the General Condition 15.2 (*Specific provisions applicable to French Law Securities*) and by virtue of articles R.228-79 and R.236-14 of the French *Code de commerce*, will only be issued to Euroclear France, Euroclear, Clearstream and any other clearing system through which the Securities are then cleared. For the avoidance of doubt, General Condition 14.3(a), (b), (c) and (d) above do not apply to these notices.”

DEFINITIONS CONDITIONS

The section entitled “Definitions Conditions” (pages 370 to 404 of the Base Prospectus) is amended as follows:

- the definitions below are deleted and replaced with the following:

“**Applicable Formula(Underlying_x, Underlying_y)**, in respect of one Underlying (defined as "Underlying_x") and/or a second Underlying (defined as "Underlying_y"), means Formula 1(Underlying_x, Underlying_y), Formula 2(Underlying_x, Underlying_y), Formula 3(Underlying_x, Underlying_y), Formula 4(Underlying_x) or Formula 5(Underlying_x), as specified in the applicable Final Terms, in each case where such formula is applied in respect of such first Underlying, Underlying_x, and/or second Underlying, Underlying_y, as applicable.

Barrier Level 1, Barrier Level 2 each means the number, the percentage or a percentage of the Initial Underlying Value(i) or a percentage of the Performance_CB, as specified in the applicable Final Terms.

CB ("Conditional Barrier") means the number, the percentage or a percentage of the Initial Underlying Value(i) or a percentage of the Performance_CB as specified in the applicable Final Terms.

CIB ("Combination Interest Barrier"), CIB1, CIB2, CIB3, CIB4, CIB5 and CIB6 each means the number, the percentage, a percentage of the Initial Underlying Value(i) or a percentage of the Performance_CI, as specified in the applicable Final Terms.

CRB ("Combination Redemption Barrier"), CRB1, CRB2, CRB3, CRB4, CRB5 and CRB6 each means the number, the percentage, a percentage of the Initial Underlying Value(i) or a percentage of the Performance_CR, as specified in the applicable Final Terms.

ERB ("Early Redemption Barrier") each means the number, the percentage, a percentage of the Initial Underlying Value(i) or a percentage of the Performance_ER, as specified in the applicable Final Terms.

FRB ("Final Redemption Barrier"), FRB1, FRB2, FRB3, FRB4, FRB5 and FRB6 each means the number, the percentage, a percentage of the Initial Underlying Value(i) or a percentage of the Performance_FR, as specified in the applicable Final Terms.

IB ("Interest Barrier"), IB1, IB2, IB3, IB4, IB5 and IB6 each means the number, the percentage or a percentage of the Initial Underlying Value(i) or a percentage of the Performance_IA, as specified in the applicable Final Terms.

Underlying Value(i) means the Underlying Value of the Underlying(i) or a value of the Underlying(i) determined by Calculation Agent based on Applicable Formula.

Underlying Value(j) means the Underlying Value of the Underlying(j) or a value of the Underlying(j) determined by Calculation Agent based on Applicable Formula.”;

- the following definition of “**Formula 5(Underlying_x)**” is added after the definition of “**Formula 4(Underlying_x)**”, on pages 382 to 383 of the Base Prospectus, as follows:

“**Formula 5(Underlying_x)** means, on any Scheduled Trading Dayt (Relevant Scheduled Trading Day) the result of the following formula applied in respect of one Underlying (being Underlying_x), as calculated in respect of the Relevant Scheduled Trading Day:

$$\text{Adjusted Underlying Value}_{x,(t-1)} \times \left(\frac{\text{Underlying Value}_{x,t}}{\text{Underlying Value}_{x,(t-1)}} \pm \left(\text{Constant Percentage} \times \frac{\text{ACT}_{(t-1, t)}}{\text{DCF}} \right) \right)$$

where:

Underlying Value_{x,t} means the price, level or NAV of Underlying_x observed on the Scheduled Trading Day_t;

Underlying Value_{x,(t-1)} means the price, level or NAV of Underlying_x observed on the Scheduled Trading Day_(t-1);

Underlying Value_{x,0} means the price, level or NAV of Underlying_x observed on the Initial Observation Date;

Scheduled Trading Day_(t-1) means the Scheduled Trading Day immediately preceding the Relevant Scheduled Trading Day, with t as integer number starts from 1;

Adjusted Underlying Value_{x,(t-1)} means the result of Formula 5(Underlying_x) as calculated on the Scheduled Trading Day_(t-1);

Adjusted Underlying Value_{x,0} means the Adjusted Underlying Value_{x,t} on the Initial Observation Date, expressed as a number or a percentage specified in the applicable Final Terms;

Act_(t-1,t) means, the number of calendar days between the Scheduled Trading Day_t (included) to Scheduled Trading Day_(t-1) (excluded);

DCF means a number specified in the applicable Final Terms; and

Constant Percentage means a percentage specified in the applicable Final Terms.”; and

- the definition of “**Performance Formula**” is amended with the addition of the following paragraphs after item “(r) **Xth Worst Performance**”, on page 394 of the Base Prospectus, as follows:

“(s) **Worst of Basket Performance** means the result of the following formula, expressed as a percentage:

Option 1 : $\text{Min}(\text{Cap}, \text{Min}_i^N \text{Performance}(i), \text{Min}_j^N \text{Performance}(j), \text{Min}_k^N \text{Performance}(k))$

Option 2 : $\text{Min}(\text{Cap}, \text{Max}_i^N \text{Performance}(i), \text{Max}_j^N \text{Performance}(j), \text{Max}_k^N \text{Performance}(k))$

Option 3 : $\text{Min}(\text{Cap}, \sum_{i=1}^N \text{Weight}(i) \times \text{Performance}(i), \sum_{j=1}^N \text{Weight}(j) \times \text{Performance}(j), \sum_{k=1}^N \text{Weight}(k) \times \text{Performance}(k))$;

(t) **Best of Basket Performance** means the result of the following formula, expressed as a percentage:

Option 1 : $\text{Max}(\text{Floor}, \text{Min}_i^N \text{Performance}(i), \text{Min}_j^N \text{Performance}(j), \text{Min}_k^N \text{Performance}(k))$

Option 2 : $\text{Max}(\text{Floor}, \text{Max}_i^N \text{Performance}(i), \text{Max}_j^N \text{Performance}(j), \text{Max}_k^N \text{Performance}(k))$

Option 3 : $\text{Max}(\text{Floor}, (\sum_{i=1}^N \text{Weight}(i) \times \text{Performance}(i), \sum_{j=1}^N \text{Weight}(j) \times \text{Performance}(j), \sum_{k=1}^N \text{Weight}(k) \times \text{Performance}(k)))$ ”

ANNEX 5 – STANDARD PAYOFF CONDITIONS

The section entitled “Annex 5 – Standard Payoff Conditions” (pages 691 to 750 of the Base Prospectus) is amended as follows:

- in Part A (“**Standard Interest Payoff Conditions**”), Chapter 10 (“**Standard ABF Interest**”), Condition 10.3 (“**Definitions and Interpretation**”), the definition of “Accrual Factor₁ or Accrual Factor₂” (on page 713 of the Base Prospectus) is deleted and replaced with the following:

“**Accrual Factor₁** or **Accrual Factor₂** means, with respect to an Interest Accrual Period:

$$\frac{a \times n - b \times N}{N} \text{,,}$$

ANNEX 7 – PAYOFF FEATURE CONDITIONS

The section entitled “Annex 7 – Payoff Feature Conditions” (pages 812 to 868 of the Base Prospectus) is amended as follows:

- in Part A (“**Interest Payoff Feature Conditions**”), Chapter 9 (“**Knock-out Performance Interest Switch Payoff Feature Conditions**”), under Condition 9.2 (“**Definitions and Interpretation**”), the definition of “**Knock-out Barrier Knock-out Barrier**” (on page 835 of the Base Prospectus) is deleted and replaced with the following:

“**Knock-out Barrier** means a percentage of the Initial Underlying Value(i) or a percentage of the Performance_KOI, as specified in the applicable Final Terms.”; and

- in Part B (“**Redemption Payoff Feature Conditions**”), Chapter 9 (“**Knock-out Performance Redemption Switch Payoff Feature Conditions**”), under Condition 9.2 (“**Definitions and Interpretation**”), the definition of “**Knock-out Barrier**” (on page 862 of the Base Prospectus) is deleted and replaced with the following:

“**Knock-out Barrier** means a percentage of the Initial Underlying Value(i) or a percentage of the Performance_KOR, as specified in the applicable Final Terms.”

ANNEX 8 – EARLY REDEMPTION TRIGGER CONDITIONS

The section entitled “Annex 8 – Early Redemption Trigger Conditions” (pages 869 to 884 of the Base Prospectus) is amended as follows:

- in Chapter 1 (“**Issuer Call Early Redemption Trigger**”), under Condition 1.2 (“**Definitions and Interpretation**”), after the definition of “**Issuer Call Early Redemption Amount**” (on page 871 of the Base Prospectus), the following definition of “**Issuer Call Early Redemption Announcement Date**” is inserted as follows:

“**Issuer Call Early Redemption Announcement Date** means, in respect of an issuer call early redemption announcement of the Securities pursuant to these Issuer Call Early Redemption Trigger Conditions, the date specified as such in the applicable Final Terms.”; and

- in Chapter 1 (“**Issuer Call Early Redemption Trigger**”), under Condition 1.2 (“**Definitions and Interpretation**”), the definition of “**Issuer Call Notice**” (on page 871 of the Base Prospectus) is deleted and replaced with the following:

“**Issuer Call Notice** means notice by the relevant Issuer to the holders of the Securities given in accordance with General Condition 14 (Notices) with a notice period of not less than the Minimum Call Notice Period and, if applicable, not more than the Maximum Call Notice Period, before or on the Issuer Call Early Redemption Announcement Date, expressing its intention to redeem all or some only of the Securities. A copy of such notice will be given to the Principal Paying Agent or, in the case of redemption of Registered Securities, the Registrar in accordance with General Condition 14 (*Notices*) (which notices shall be irrevocable and shall specify the date fixed for redemption).”

USE OF PROCEEDS

The section entitled “Use of Proceeds” (pages 931 to 934 of the Base Prospectus) is amended with the addition of the following sub-section:

“3. SLL Financing Securities

The relevant Final Terms may specify that the net proceeds from an issue of Securities will be used by the relevant Issuer in an amount equal or equivalent to the use of proceeds, to finance and/or refinance, in whole or in part, a pool of Sustainability-Linked Loans (the **Eligible SLLs**) as described in the CACIB SFB Framework dated July 2024 available on Crédit Agricole CIB’s website (https://www.ca-cib.com/sites/default/files/2024-07/2024%2007%2018_CACIB%20SLLB%20Framework_VF.pdf) (the **CACIB SFB Framework**). All Eligible SLLs are collectively referred to as the eligible SLL financing portfolio (the **SLL Financing Portfolio**), such Securities being referred to as **SLL Financing Securities**. The CACIB SFB Framework does not claim any alignment to existing ICMA Principles and as such the SLL Financing Securities should not be assimilated with green, social or sustainability securities, nor to sustainability-linked securities. However, the CACIB SFB Framework is inspired by the ICMA Principles and the Eligible SLLs financed/refinanced under the CACIB SFB Framework are deemed to be aligned with the Sustainability-Linked Loan Principles published by the Loan Syndications and Trading Association, the Loan Market Association and the Asia Pacific Loan Market Association in March 2019 (the **Sustainability Linked Loans Principles**).

The Eligible SLLs constituting the SLL Financing Portfolio will be identified by Crédit Agricole CIB through a specific process as detailed in the CACIB SFB Framework.

To be included in the SLL Financing Portfolio, an Eligible SLL should be aligned with following criteria prevailing at the time of origination of the Eligible SLL:

- Compliance with the Crédit Agricole Group and Crédit Agricole CIB’s ESG/CSR strategy, policies and principles, and
- Compliance with Crédit Agricole CIB’s eligibility criteria as detailed in the CACIB SFB Framework.

The CACIB SFB Framework may be updated to reflect updates to the Sustainability Linked Loans Principles, potential publication of guidelines by ICMA for SLL refinancing instruments, and evolutions in the activities of the Crédit Agricole Group.

Crédit Agricole CIB has appointed ISS ESG to provide a second-party opinion (the **CACIB SFB Framework Second-Party Opinion**) on the CACIB SFB Framework, in order to review the framework against market practices and guidelines, assess the sustainability credentials of the key performance indicators and sustainability performance target calibrated for the Eligible SLLs and link the transaction to Crédit Agricole CIB overall ESG profile and strategy. This CACIB SFB Framework Second-Party Opinion is available on Crédit Agricole CIB’s website (<https://www.ca-cib.com/en/social-responsibility-sustainable-finance/our-sustainable-financing-policies/credit-agricole-group>).

Crédit Agricole CIB will publish an annual report on Crédit Agricole CIB’s website detailing the allocation of the SLL Financing Portfolio. In addition, the Crédit Agricole CIB may communicate on an ad-hoc basis in the event of substantial changes in the SLL Financing Portfolio. Crédit Agricole CIB will also have an external auditor provide a limited assurance report on the main features of its SLL Financing Securities for the purposes of the preparation of its universal registration document.”

DESCRIPTION OF THE ISSUERS

The section entitled “Description of the Issuers” (pages 947 to 952 of the Base Prospectus) is amended as follows:

- the first paragraph under the heading entitled “**Description of Crédit Agricole Corporate and Investment Bank**” on page 947 of the Base Prospectus is deleted and replaced with the following:

“Information on Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**) is set out in Crédit Agricole Corporate and Investment Bank's 2023 Universal Registration Document and the Amendment to the 2023 Universal Registration Document, incorporated herein by reference (see section “*Documents Incorporated by Reference*” of this Base Prospectus).”;

- the paragraph under the sub-heading entitled “**Trends**” under the heading entitled “**Description of Crédit Agricole CIB Financial Solutions**” on page 948 of the Base Prospectus is deleted and replaced with the following:

“*Trends*”

The trends, uncertainties, demands, commitments and events that may impact Crédit Agricole CIB (a description of which is set out on pages 11 to 12 of the Amendment to the 2023 Universal Registration Document, which are incorporated by reference in this Base Prospectus – see section “*Documents Incorporated by Reference*” of this Base Prospectus) are potentially relevant to Crédit Agricole CIB FS.”;

- the paragraphs under the sub-heading entitled “**Administration and Management**” under the heading entitled “**Description of Crédit Agricole CIB Finance Solutions**” on page 948 to 949 of the Base Prospectus are deleted and replaced with the following:

“*Administration and Management*”

The Board of Directors of Crédit Agricole CIB FS consists of the following members:

Name	Function	Principal activities outside of Crédit Agricole CIB FS
Christine CREMEL	Chairman of the Board of Directors	Head of Onboarding and Transaction Management Crédit Agricole CIB. Member of the Board of Directors of the ISDA
Société Indosuez Participations SA, represented by Elodie HALLE	Director	Corporate Development and Participations – Crédit Agricole CIB
Emmanuel BAPT	Director	Managing Director – Crédit Agricole Member of the Board of Directors of Crédit Agricole Services & Operations Inc
Karima HAMIDOUCHE	Director	Executive Director – Crédit Agricole CIB.
Christophe VIARD	Director	Head of Macro Structuring Paris – Crédit Agricole CIB
Benoît PLAUT	Director	PSEE Manager / Structuring Team - Crédit Agricole CIB
Ludovic NORMAND	Director	Global Market Division - COO Europe - Crédit Agricole CIB.

The business address of members of the Board of Directors is 12 place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France for the local Directors (Christine CREMEL, Société INDOSUEZ PARTICIPATIONS SA, represented by Elodie HALLE, Emmanuel BAPT, Karima HAMIDOUCHE, Christophe VIARD, Benoît PLAUT, Ludovic NORMAND and Michael CRABOS).

At the date of this Base Prospectus there are no conflicts of interest between any duties to Crédit Agricole CIB FS of the members of the Board of Directors and their private interests and/or other duties.

To the best of its knowledge and belief, Crédit Agricole CIB FS complies with the corporate governance regime of France. Crédit Agricole CIB FS operates under the laws of the Republic of France.”; and

- the paragraph under the sub-heading entitled “*Trends*” under the heading entitled “**Description of Crédit Agricole CIB Finance Luxembourg S.A.**” on page 951 of the Base Prospectus is deleted and replaced with the following:

“*Trends*

The trends, uncertainties, demands, commitments and events that may impact Crédit Agricole CIB (a description of which is set out on pages 11 to 12 of the Amendment to the 2023 Universal Registration Document, which are incorporated by reference in this Base Prospectus – see section “*Documents Incorporated by Reference*” of this Base Prospectus) are potentially relevant to Crédit Agricole CIB FL.”

SUBSCRIPTION AND SALE

The section entitled “Subscription and Sale” (pages 966 to 992 of the Base Prospectus) is amended as follows:

- the paragraphs under the heading entitled “**Singapore**” on page 989 of the Base Prospectus are deleted and replaced with the following:

“Unless the Final Terms in respect of any Notes specifies “Singapore Sales to Institutional Investors, Accredited Investors and Certain Other Persons only” as “Not Applicable”, each Dealer has acknowledged, and each future Dealer appointed under the Programme will be required to acknowledge, that this Base Prospectus has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, each Dealer has represented and agreed, and each future Dealer appointed under the Programme will be required to represent and agree, that it has not offered or sold any Securities or caused any Securities to be made the subject of an invitation for subscription or purchase and will not offer or sell any Securities or cause any Securities to be made the subject of an invitation for subscription or purchase, and has not circulated or distributed, nor will it circulate or distribute, this Base Prospectus or any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of any Securities, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor (as defined in Section 4A of the Securities and Futures Act 2001 of Singapore, as modified or amended from time to time (the SFA)) pursuant to Section 274 of the SFA, (ii) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1), or any person pursuant to Section 275(1A), and in accordance with the conditions specified in Section 275 of the SFA.

Where Securities are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

- (a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- (b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

securities (as defined in Section 239(1) of the SFA) of that corporation or the beneficiaries’ rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Securities pursuant to an offer made under Section 275 of the SFA except:

- (1) to an institutional investor or to a relevant person defined in Section 275(2) of the SFA, or to any person arising from an offer referred to in Section 275(1A) or Section 276(4)(c)(ii) of the SFA;
- (2) where no consideration is or will be given for the transfer;
- (3) where the transfer is by operation of law;
- (4) as specified in Section 276(7) of the SFA; or
- (5) as specified in Regulation 32 of the Securities and Futures (Offers of Investments) (Shares and Debentures) Regulations 2005 of Singapore.

If the Final Terms in respect of any Securities specifies “Singapore Sales to Institutional Investors and Accredited Investors and Certain Other Persons only” as “Not Applicable”, each Dealer has acknowledged, and each future Dealer appointed under the Programme will be required to acknowledge, that this Base Prospectus has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, each Dealer has represented and agreed, and each future Dealer appointed under the Programme will be required to represent and agree, that it has not offered or sold any Securities or caused any Securities to be made the subject of an invitation for subscription or purchase and will not offer or sell any Securities or cause any Securities to be made the subject of an invitation for subscription or purchase, and has not circulated or distributed, nor will it circulate or distribute, this Base Prospectus or any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of any Securities, whether directly or indirectly, to persons in Singapore.”

GENERAL INFORMATION

The section entitled “General Information” (pages 993 to 997 of the Base Prospectus) is amended as follows:

- the paragraphs under the heading entitled “**Documents available**” on page 993 of the Base Prospectus are deleted and replaced with the following:

“Copies of the following documents will, when published, be available for inspection or during normal business hours from the registered office of the relevant Issuer and on the website of Crédit Agricole CIB (<https://www.documentation.ca-cib.com/IssuanceProgram>):

- (a) the *Statuts* (with an English translation thereof) of Crédit Agricole CIB, the *Statuts* (with an English translation thereof) of Crédit Agricole CIB FS and the articles of association of Crédit Agricole CIB FL;
- (b) each of (i) in the case of Crédit Agricole CIB, as Issuer and Guarantor, the consolidated and non-consolidated audited financial statements in respect of the financial years ended 2022 and 2023 and the consolidated financial statements for the half-year period ended 30 June 2024 (with an English translation thereof for the consolidated accounts) and (ii) in the case of Crédit Agricole CIB FS and Crédit Agricole CIB FL, each as Issuer, the audited financial statements in respect of the financial years ended 2022 and 2023 and the half-year financial statements for the period ended 30 June 2024;
- (c) the most recently published annual audited financial statements and future interim unaudited financial statements of each Issuer and the Guarantor (with an English translation thereof);
- (d) the Programme Agreement, the Agency Agreement, the Deeds of Covenant, the Guarantees and the forms of the Global Securities, the Securities in definitive form, the Receipts, the Coupons and the Talons and any supplements thereto;
- (e) the Valuation Agency Agreement, the Custodian Agreement, the Collateral Management Agreement, the Collateral Monitoring Service Terms, the Disposal Agency Agreement, each Pledge Agreement, each Security Trust Deed and each Security Agency Agreement (save to the extent any such document relates to Exempt Securities);
- (f) a copy of this Base Prospectus;
- (g) any future Base Prospectus and supplements to this Base Prospectus and any other documents incorporated herein or therein by reference; and
- (h) any Final Terms (save that the Final Terms relating to a Security which is neither admitted to trading on a regulated market in the European Economic Area nor offered in the European Economic Area in circumstances where a prospectus is required to be published under the Prospectus Regulation will only be available for inspection by a holder of such Security and such holder must produce evidence satisfactory to the relevant Issuer and the Principal Paying Agent as to its holding of Securities and identity).

Investors should consult the Issuer should they require a copy of the ISDA Definitions or the Credit Derivative Definitions (as such term is defined in the Credit Linked Conditions).

Copies of this Base Prospectus, each Final Terms relating to Securities that are admitted to trading on the Luxembourg Stock Exchange's regulated market and each document incorporated by reference, are available on the Luxembourg Stock Exchange's website (www.luxse.com).

Copies of the following documents will, when published, be available on the Crédit Agricole Group's website (www.credit-agricole.com/en/finance/finance/debt):

- (a) the Green Bond Framework and the Green Bond Framework Second-Party Opinion;
- (b) the Social Bond Framework and the Social Bond Framework Second-Party Opinion;

- (c) the CACIB SFB Framework and the CACIB SFB Framework Second-Party Opinion; and
 - (d) the annual reports published by the Crédit Agricole Group detailing the allocation of net proceeds from securities issued by group entities used to finance and/or refinance (i) Eligible Green Assets and the environmental impact of the Eligible Green Assets included in its green portfolio and/or (ii) Eligible Social Assets and the social impact of the Eligible Social Assets included in its social portfolio and/or (iii) Eligible SLLs.”;
- the paragraphs under the heading entitled “**Significant or Material Adverse Change**” on page 995 of the Base Prospectus are deleted and replaced with the following:

“There has been no significant change in the financial position or financial performance of Crédit Agricole CIB Group since 30 June 2024 and no material adverse change in the prospects of Crédit Agricole CIB since 31 December 2023.

There has been no significant change in the financial position or financial performance of Crédit Agricole CIB FS or Crédit Agricole CIB FL since 30 June 2024 and no material adverse change in the prospects of Crédit Agricole CIB FS or Crédit Agricole CIB FL since 31 December 2023.”;
 - the paragraph under the heading entitled “**Governmental, Legal and Arbitration Proceedings**” on page 995 of the Base Prospectus is deleted and replaced with the following:

“Except as disclosed on pages 24 to 26 of the Amendment to the 2023 Universal Registration Document, there are no governmental, legal or arbitration proceedings relating to claims or amounts during at least twelve months (including any such proceeding which are pending or threatened of which the Issuers or the Guarantor are aware) which may, or have had in the recent past significant effects on any of the Issuers or the Guarantor, and/or on the Group's financial position or profitability.”; and
 - the paragraphs under the heading entitled “**Auditors**” on pages 995 to 996 of the Base Prospectus are deleted and replaced with the following:

“The auditors of Crédit Agricole CIB FS are (i) for the financial years ended on 31 December 2022 and 2023, PricewaterhouseCoopers Audit (member of the French *Compagnie nationale des commissaires aux comptes*), 63 rue de Villiers, 92200 Neuilly-sur-Seine, France and (ii) for the half-year ended on 30 June 2024, Forvis Mazars SA (member of the French *Compagnie nationale des commissaires aux comptes*), Tour Exaltis, 61 rue Henri Regnault, 92075 Paris La Défense Cedex.

PricewaterhouseCoopers Audit have audited Crédit Agricole CIB FS's accounts (including the cash flow statements contained therein), without qualification, in accordance with generally accepted auditing standards in France for each of the two financial years ended on 31 December 2022 and 2023.

Forvis Mazars SA have reviewed Crédit Agricole CIB FS's half-yearly financial information for the period ended 30 June 2024.

The auditors of Crédit Agricole CIB FS have no material interest in Crédit Agricole CIB FS.

The auditors of Crédit Agricole CIB FL are (i) for the financial years ended on 31 December 2022 and 2023, Ernst & Young S.A. (member of the Luxembourg *Institut des Réviseurs d'Entreprises*) and (ii) for the half-year ended on 30 June 2024, Forvis Mazars (member of the Luxembourg *Institut des Réviseurs d'Entreprises*).

Ernst & Young S.A. have audited Crédit Agricole CIB FL's accounts (including the cash flow statements contained therein), without qualification, in accordance with generally accepted auditing standards in Luxembourg for the two financial years ended on 31 December 2022 and 2023.

Crédit Agricole CIB FL's half-yearly financial information for the period ended 30 June 2024 have not been reviewed by Crédit Agricole CIB FL's auditors.

The auditors of Crédit Agricole CIB FL have no material interest in Crédit Agricole CIB FL.

The auditors of Crédit Agricole CIB are (i) for the financial years ended on 31 December 2022 and 2023, Ernst & Young et Autres (member of the French *Compagnie nationale des commissaires aux comptes*), 1-2 Place des saisons, 92400 Courbevoie, Paris-La Défense, France and PricewaterhouseCoopers Audit (member of the French *Compagnie nationale des commissaires aux comptes*), 63 rue de Villiers, 92200 Neuilly-sur-Seine, France and (ii) for the half-year ended on 30 June 2024, Forvis Mazars SA (member of the French *Compagnie nationale des commissaires aux comptes*), Tour Exaltis, 61 rue Henri Regnault, 92075 Paris La Défense Cedex and PricewaterhouseCoopers Audit (member of the French *Compagnie nationale des commissaires aux comptes*), 63 rue de Villiers, 92200 Neuilly-sur-Seine, France.

Ernst & Young et Autres have audited Crédit Agricole CIB's consolidated and non-consolidated accounts, in accordance with generally accepted auditing standards in France for each of the two financial years ended on 31 December 2022 and 2023. PricewaterhouseCoopers Audit have audited Crédit Agricole CIB's consolidated and non-consolidated accounts, in accordance with generally accepted auditing standards in France for the financial years ended on 31 December 2022 and 2023.

Forvis Mazars SA and PricewaterhouseCoopers Audit have reviewed Crédit Agricole CIB's half-yearly financial information for the period ended 30 June 2024.

The auditors of Crédit Agricole CIB have no material interest in Crédit Agricole CIB.”

BACK COVER

The back cover of the Base Prospectus (pages 998 to 999 of the Base Prospectus) is amended as follows:

- the section entitled “**Auditors**” on page 999 of the Base Prospectus is deleted and replaced with the following:
“

AUDITORS

To Crédit Agricole Corporate and Investment Bank

(for the financial years ended on 31 December 2022 and 2023)

Ernst & Young et Autres
1/2, place des Saisons
92400 Courbevoie – Paris – La Défense 1
France

PricewaterhouseCoopers Audit
63, rue de Villiers
92200 Neuilly-sur-Seine
France

(for the half-year ended on 30 June 2024)

Forvis Mazars SA
Tour Exaltis
61 rue Henri Regnault
92075 Paris La Défense Cedex
France

PricewaterhouseCoopers Audit
63, rue de Villiers
92200 Neuilly-sur-Seine
France

To Crédit Agricole CIB Financial Solutions

(for the financial years ended on 31 December 2022 and 2023)

PricewaterhouseCoopers Audit
63, rue de Villiers
92200 Neuilly-sur-Seine
France

(for the half-year ended on 30 June 2024)

Forvis Mazars SA
Tour Exaltis
61 rue Henri Regnault
92075 Paris La Défense Cedex
France

To Crédit Agricole CIB Finance Luxembourg S.A.

(for the financial years ended on 31 December 2022 and 2023)

Ernst & Young S.A.
35E avenue John F. Kennedy
L1855 Luxembourg

(for the half-year ended on 30 June 2024)

Forvis Mazars
5 rue Guillaume J. Kroll
L-1882 Luxembourg”